

**VANDALIA RAILROAD CO.**

1318 SOUTH JOHANSON ROAD • PEORIA, ILLINOIS 61607 • (309) 697-1400

August 5, 2003

Hon. Vernon A. Williams, Secretary  
Surface Transportation Board  
1925 "K" Street, N.W.  
Washington, D.C. 20423-0001

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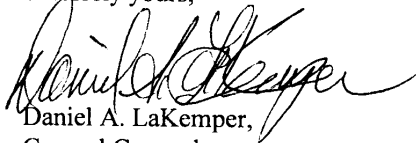
RE: Union Pacific Railroad Company - Abandonment Exemption - in Washington County,  
Illinois (Docket No. AB-33, (Sub No.171X)).

Dear Secretary Williams:

Pursuant to the Surface Transportation Board Notice of Exemption served August 1, 2003, Vandalia Railroad Company ("VRRC") hereby advises the Board and parties of record of its intent to file an Offer of Financial Assistance ("OFA") under 49 CFR 1152.27. The OFA is to purchase all of the Union Pacific Railroad ("UP") line known as the Sparta Branch, between milepost 41.1 near Oakdale, to the end of track at milepost 23.0, near Hoyleton, in Washington County, Illinois, a distance of 18.1 miles.


In connection with this notice of intent to file an Offer of Financial Assistance, VRRC requests that the applicant carrier (UP) provide the information set forth in 49 CFR 1152.27(a) including the minimum purchase price required to acquire the Sparta Branch. We also request that UP provide its most recent report on the physical condition of the involved line and traffic, revenue and other data necessary to determine UP's estimate of net liquidation value of the line together with supporting data reflecting available real estate appraisal, assessments of the quality and the quantity of track material in the line and removal cost estimates used to obtain the net liquidation value. Since it is unlikely that this information can be provided to the prospective offeror sufficiently prior to September 2, 2003, offeror requests the Board to toll the thirty day period for submitting offers of financial assistance for an additional 30 days in order to provide VRRC with an adequate opportunity to review and analyze the material provided by UP, and submit their OFA. This will not prejudice the interests of UP or any other party.

Sincerely yours,

  
Daniel A. LaKemper,  
General Counsel.

CERTIFICATE OF SERVICE

I, Daniel A. LaKemper, hereby certify that on August 5, 2003, I caused a copy of the foregoing document to be served by first class mail, postage prepaid, upon: Mack H. Shumate, Jr., Sr. General Attorney, Union Pacific Railroad Company, 101 North Wacker Drive, Room 1920, Chicago, Illinois 60606.

  
Daniel A. LaKemper